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Counsel to the Debtors and
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

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In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al. :
:
Debtors. : Jointly Administered
----- x

**DEBTORS' MOTION FOR ORDER SHORTENING NOTICE PERIOD AND
LIMITING NOTICE OF DEBTORS' MOTION FOR ORDER APPROVING
LETTER AGREEMENT BY AND AMONG THE DEBTORS AND HILCO MERCHANT
RESOURCES, LLC AND GORDON BROTHERS RETAIL PARTNERS, LLC
PURSUANT TO BANKRUPTCY CODE SECTIONS 105, 107(b), AND 363
AND BANKRUPTCY RULES 9018 AND 9019**

The debtors and debtors in possession in the
above-captioned jointly administered cases (collectively,

the "Debtors")¹ hereby move this Court (the "Motion to Shorten Notice") for an order under section 102 of the title 11 of the United States Code (the "Bankruptcy Code") and Rules 2002, 9006 and 9007 of the Federal Rules of Bankruptcy Procedures (the "Bankruptcy Rules") approving shortened and limited notice for Debtors' Motion for Order Approving Letter Agreement (the "Letter Agreement") By and Among the Debtors and Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC Pursuant to Bankruptcy Code Sections 105, 107(b), and 363 and Bankruptcy Rules 9018 and 9019 (the "9019 Motion"). In support of the Motion to Shorten Notice, the Debtors respectfully represent as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction to consider this Motion under 28 U.S.C. §§ 157 and 1334. This is a core

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), PRAHS, INC. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

proceeding under 28 U.S.C. § 157(b). Venue of these cases and this Motion in this District is proper under 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief requested herein are Bankruptcy Code section 102 and Bankruptcy Rules 2002, 9006 and 9007.

BACKGROUND

A. The Bankruptcy Cases.

3. On November 10, 2008 (the "Petition Date"), the Debtors filed voluntary petitions in this Court for relief under chapter 11 of the Bankruptcy Code.

4. The Debtors continue to manage and operate their businesses as debtors in possession pursuant to Bankruptcy Code sections 1107 and 1108.

5. On November 12, 2008, the Office of the United States Trustee for the Eastern District of Virginia appointed a statutory committee of unsecured creditors (the "Creditors' Committee"). To date, no trustee or examiner has been appointed in these chapter 11 cases.

6. On January 16, 2009, the Court authorized the Debtors, among other things, to conduct going out of business sales at the Debtors' remaining 567 stores pursuant to an agency agreement (the "Agency Agreement") between the

Debtors and a joint venture, as agent. On January 17, 2009, the Agent commenced going out of business sales pursuant to the Agency Agreement at the Debtors' remaining stores.

B. The Store Closing Agreement.

7. In October 2008, the Debtors began soliciting offers from liquidation firms to conduct store closing sales at one hundred fifty-four (154) retail store locations (the "Closing Stores") and to liquidate the Debtors' inventory and certain other assets therein (the "Closing Stores Sales").

8. The bid submitted by a joint venture comprised of Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC (the "Agent"), was the highest or otherwise best offer received by the Debtors. Thus, On October 31, 2008, the Debtors and the Agent executed a store closing agency agreement (the "Store Closing Agreement").

9. On December 22, 2008, the court entered the Final Order Granting Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming Agency Agreement Among Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement.

10. As of December 31, 2008, the Closing Store Sales at the Closing Stores were concluded.

RELIEF REQUESTED

11. By this Motion to Shorten Notice, the Debtors request entry of an order shortening the notice period and limiting notice of the 9019 Motion so that it can be heard, considered and ruled upon by the Court at a hearing on March 20, 2009.

BASIS FOR RELIEF

12. Concurrently herewith, the Debtors filed the 9019 Motion, asking the Court to approve the Letter Agreement under Bankruptcy Rule 9019, as well as Bankruptcy Code sections 105 and 363.

13. The Debtors believe it is in the best interests of the Debtors' estates, creditors and other parties in interest for the 9019 Motion to be heard at the hearing on March 20, 2009 at 10:00 a.m. The Debtors are seeking authorization and approval of the 9019 Motion at this time because the final reconciliation has been ongoing for over two (2) months and the parties wish to promptly memorialize their consensual resolution of their various claims. Additionally, the Committee has consented to the relief sought in the 9019 Motion.

14. Moreover, the Debtors propose to provide notice of the 9019 Motion to (i) the Office of the United States Trustee for the Eastern District of Virginia; (ii) counsel to the agent for the DIP Lenders; (iii) counsel to Creditors' Committee; (iv) parties who have requested notice pursuant to Bankruptcy Rule 2002; and (v) the Core Group (as defined in the Case Management Order entered on November 13, 2008 at Docket No. 130). The Debtors submit that, under the circumstances, no other or further notice need be given and in light of the circumstances, such notice is reasonably calculated to provide timely and adequate notice to the Debtors' major creditor constituencies and those parties most interested in these cases.

WAIVER OF MEMORANDUM OF LAW

15. Pursuant to Local Bankruptcy Rule 9013-1(G), and because there are no novel issues of law presented in the Motion to Shorten Notice and all applicable authority is set forth in the Motion to Shorten Notice, the Debtors request that the requirement that all motions be accompanied by a separate memorandum of law be waived.

NO PRIOR REQUEST

16. No previous request for the relief sought herein has been made to this Court or any other court.

CONCLUSION

WHEREFORE, the Debtors respectfully request that the Court (i) enter an Order, substantially in the form annexed hereto, granting the relief requested herein, and (ii) such other and further relief as may be just and proper.

Dated: March 11, 2009

Richmond, Virginia

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Counsel for Debtors and Debtors in Possession

[Proposed Order]

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CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
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**ORDER GRANTING DEBTORS' MOTION FOR ORDER SHORTENING NOTICE
PERIOD AND LIMITING NOTICE OF DEBTORS' MOTION FOR ORDER
APPROVING LETTER AGREEMENT BY AND AMONG THE DEBTORS AND
HILCO MERCHANT RESOURCES, LLC AND GORDON BROTHERS RETAIL
PARTNERS, LLC PURSUANT TO BANKRUPTCY CODE SECTIONS 105,
107(b), AND 363 AND BANKRUPTCY RULES 9018 AND 9019**

Upon consideration of the Debtors' Motion for Order
Shortening Notice Period and Limiting Notice (the "Motion")
of Debtors' Motion for Order Approving Letter Agreement (the

"Letter Agreement") By and Among the Debtors and Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC Pursuant to Bankruptcy Code Sections 105, 107(b), and 363 and Bankruptcy Rules 9018 and 9019 (the "9019 Motion"); and the Court having reviewed the Motion; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The Motion is GRANTED.
2. Notice of the 9019 Motion is shortened so that it may be heard, considered and ruled upon by the Court at a hearing on March 20, 2009 at 10:00 a.m.
3. Notice of the 9019 Motion is limited to the parties as set forth in the Motion.

4. This Court will retain jurisdiction with respect to any dispute concerning the relief granted hereunder.

Dated: Richmond, Virginia
_____, 2009

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

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CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley

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